

BEFORE  
THE PUBLIC SERVICE COMMISSION OF  
SOUTH CAROLINA  
DOCKET NO. 2000-525-C - ORDER NO. 2000-1010

DECEMBER 14, 2000

IN RE:	Application of BLT Technologies, Inc., MCI	)	ORDER GRANTING
	Worldcom Communications, Inc. and Touch	)	EXPEDITED REVIEW
	1 Long Distance, Inc. for Authority to	)	AND APPROVAL OF
	Reorganize and for Related Transactions	)	MERGER

This matter comes before the Public Service Commission of South Carolina (the Commission) on the Application of BLT Technologies, Inc. (BLT), MCI WorldCom Communications, Inc. (MCI WorldCom Communications), and Touch 1 Long Distance, Inc. (Touch 1) (collectively known as the companies) for authority to consolidate the operations of three related carriers into a single entity. The transactions requested are as follows. The companies request authority to:

1. Merge BLT with and into MCI WorldCom Communications. After the merger, BLT will no longer exist as a legal entity.
2. Transfer all of BLT's assets related to its regulated operations in South Carolina to MCI WorldCom Communications.
3. Merge Touch 1 with and into MCI WorldCom Communications. After the merger, Touch 1 will no longer exist.
4. Transfer all of Touch 1's assets related to its regulated operations in South Carolina to MCI WorldCom Communications.

The principal result of the proposed restructuring will be that MCI WorldCom Communications will provide intrastate interexchange services and prepaid calling card services to its existing customers and customers formerly served by BLT and Touch 1.

Pursuant to the instructions of the Commission's Executive Director, the companies published a Notice of Filing, one time, in newspapers of general circulation. The companies provided an affidavit that showed that they had followed the instructions of the Executive Director. No Protests or Petitions to Intervene were received.

Accordingly, the companies requested expedited review of the matter. We grant expedited review and hold that the regularly scheduled Commission meeting will constitute the required hearing in the matter. The companies furnished the verified testimony of Douglas F. Brent, Director of State Regulatory Affairs for WorldCom's state policy group to support their Application.

Brent noted that the companies request authority from this Commission to consolidate their operations into a single entity by reorganizing their corporate structure using two merger transactions. Both BLT and Touch 1 will be merged with and into MCI WorldCom. After the merger, BLT and Touch 1 will no longer exist, and their operating authorities and tariffs would be canceled. MCI WorldCom would remain as the surviving entity, and would provide service to customers formerly served by BLT and Touch 1. Brent cites advantages for consumers pursuant to the merger.

We have examined the transaction, and hold that it should be approved as filed. It appears to us that, through the merger, MCI WorldCom will be providing services to the former customers of BLT and Touch 1, even though those customers will ultimately have

a choice as to their provider. We think that the merger is in the public interest and hereby approve it as filed. The companies shall notify the Commission when the merger is complete, at which time the Certificates of Public Convenience and Necessity possessed by BLT and Touch 1 shall be canceled.

This Order shall remain in full force and effect until further Order of the Commission.

BY ORDER OF THE COMMISSION:

  
Chairman

ATTEST:

  
Executive Director

(SEAL)